

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

V I R G I N I A:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: EQT Production Company

RELIEF SOUGHT: EXCEPTION TO STATEWIDE SPACING
LIMITATIONS PRESCRIBED BY VA. CODE
§ 45.1-361.17(a) (2) FOR WELL
VH-531519

)
) VIRGINIA GAS
) AND OIL BOARD
)
) VGOB DOCKET NO.
) 10/11/16-2874
)
)
)

LEGAL DESCRIPTION:

DRILLING UNIT SERVED BY WELL NUMBERED
VH-531519 TO BE DRILLED IN THE LOCATION
DEPICTED ON EXHIBIT A HERETO,
Greater Wise Inc.
Tract GW-103
Norton QUADRANGLE,
Gladeville MAGISTERIAL DISTRICT,
Wise COUNTY, VIRGINIA
(the "Subject Lands" are more particularly
described on Exhibit "A" attached hereto
and made a part hereof)

REPORT OF THE BOARD

FINDINGS AND ORDER

1. Hearing Date and Place: This matter came on for hearing before the Virginia Gas and Oil Board (hereafter "Board") at 9:00 a.m. on January 18, 2011, Conference Center at the Russell County Office Facility, Lebanon, Virginia.
2. Appearances: James E. Kaiser appeared for the Applicant; and Sharon B. Pigeon, Assistant Attorney General, was present to advise the Board.
3. Jurisdiction and Notice: Pursuant to Va. Code § 45.1-361.1 et seq., the Board finds that it has jurisdiction over the subject matter. Based upon the evidence presented by Applicant, the Board also finds that the Applicant has (1) exercised due diligence in conducting a meaningful search of reasonably available sources to determine the identity and whereabouts of each gas and oil owner, coal owner, or mineral owner having an interest in Subject Drilling Unit underlying and comprised of Subject Lands; (2) has represented to the Board that it has given notice to those parties (hereafter sometimes "person(s)" whether referring to individuals, corporations, partnerships,

associations, companies, businesses, trusts, joint ventures or other legal entities) entitled by Va. Code § 45.1-361.19 to notice of this application. Further, the Board has caused notice of this hearing to be published as required by Va. Code § 45.1-361.19.B. Whereupon, the Board hereby finds that the notices given herein satisfy all statutory requirements, Board rule requirements and the minimum standards of state due process.

4. Relief Requested: Applicant requests (1) an exception to the statewide spacing limitations set forth in Va. Code § 45.1-361.17 for Well No. VH-531519.
5. Relief Granted: The requested relief in this cause be and hereby is granted. The Board hereby grants Applicant consent to permit and drill proposed Well No. VH-531519, 359.35 feet from proposed Well No. V-502529, at the location depicted on the Plat attached hereto.
6. Special Findings: The Board specifically and specially finds:
 - 6.1 Applicant is EQT Production Company a West Virginia Corporation. Applicant is duly authorized and qualified to transact business in the Commonwealth of Virginia;
 - 6.2 Applicant EQT Production Company is an operator in the Commonwealth of Virginia and has satisfied the Board's requirements for operations in Virginia;
 - 6.3 Applicant claims ownership of Conventional Gas leases of 100% percent of Subject Drilling Unit and the right to explore for, develop and produce Gas from same, i.e., Well No. VH-531519 as well as from reciprocal well, i.e., Well No. V-502529.
 - 6.4 The proposed Well VH-531519 is located on a surface, coal, oil and gas tract consisting part of 320 acres known as Greater Wise Inc., Tract GW-103, and the surface, coal, gas and oil owner has consented to the proposed location for Well VH-531519 that is depicted on the Plat attached hereto as Exhibit A;
 - 6.5 The Applicant testified it has the right to operate and develop the reciprocal Well V-502529 and that the granting of the application filed herein will not impact the correlative rights of any person;
 - 6.6 An exception to the well spacing requirements of Va. Code § 45.1-361.17 for Well VH-531519 is necessary to efficiently drain a portion of the common sources of supply (reservoir) underlying Subject Drilling Unit, and the Board's granting of the requested location exception is in the best interest of preventing the waste of 750 million cubic feet of Conventional Gas underlying Subject Drilling Unit, and to generally effect the purposes of the Virginia Gas and Oil Act;

6.7 Applicant proposes the drilling of Well No. VH-531519 to a depth of 8916 feet, including the lateral, on the Subject Drilling Unit at the location depicted in Exhibit A to produce all the Mississippian and Devonian age formations including, but not limited to, Ravencliff, Maxton, Little Lime, Big Lime, Weir, Weir Shale, Sunbury Shale, Berea, Cleveland, Devonian Shale, Three Lick Bed, Upper Huron, Middle Huron, and Lower Huron, from surface to a total depth of 8916 feet, including the lateral (Subject Formations");

6.8 Applicant proposes to drill Well VH-531519 a distance of 2140.65 feet closer to Gas Well V-502529, than the 2500 feet mandated by statewide spacing;

6.9 Applicant proposes to complete and operate Well VH-531519 for the purpose of producing Conventional Gas;

7. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

8. Appeals: Appeals of this Order are governed by the provisions of Va. Code Ann. § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court. Such appeals must be taken in the manner prescribed in the Administrative Process Act, Va. Code Ann. § 9-6.14:1 et seq. and Rule 2A of the Rules of the Virginia Supreme Court.

9. Effective Date: This Order shall be effective as of the date of the Boards approval of this application which is set forth in Paragraph 1 above.

DONE AND EXECUTED this 16 day of March, 2011, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 16 day of March, 2011, by Order of this Board.

David E. Asbury Jr.
David Asbury Jr.
Principal Executive To The Staff
Virginia Gas and Oil Board

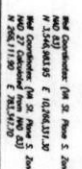
STATE OF VIRGINIA)
COUNTY OF RUSSELL)

Acknowledged on this 16 day of March, 2011, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and David Asbury Jr., being duly sworn did depose and say that he is Principal Executive to the Staff of the Virginia Gas and Oil Board, that they executed the same and was authorized to do so.

Diane J Davis
Diane Davis, Notary
174394

My commission expires: September 30, 2013





~~Licensed Professional Engineer or Licensed Land Surveyor~~

EXHIBIT "B"
VH-531519
LOCATION EXCEPTION

Penn Virginia Operating Co., LLC
Attn: John Keith
Seven Sheridan Square Suite 400
Kingsport, Tennessee 37660

Greater Wise, Inc.
Attn: Hank Ross
P.O. Box 668
Norton, VA 24273

Humphrey's Enterprises Inc.
Attn: Hank Ross
P.O. Box 668
Norton, VA 24273

W. Jack Davis and
Deborah K. Davis, H/W
P.O. Box 950
Coeburn, VA 24230-0950

Samuel M. Ring and
Patricia Ring, H/W
P.O. Box 1389
Coeburn, VA 24230-1389

Willis R. Ring and
Debbie Ring, H/W
1421 U.S. Highway 19
Lebanon, VA 24266-5396

Cheryl Lynn Robinette, Single
P.O. Box 36
Big Rock, VA 24603-0036

Jennifer E. Collins and
George Collins, W/H
1305 4th St.
Radford, VA 24241-4613

Ronnie Robinette, Single
P.O. Box 36
Big Rock, VA 24603-0036

Patricia R. Ramey and
Larry Ramey, W/H
P.O. Box 468
Vansant, VA 24656-0468

Jeffrey R. Robinette and
Anna Robinette, H/W
1239 Grass Valley Drive
Colorado Springs, CO 80906

EXHIBIT "B"
VH-531519
LOCATION EXCEPTION

Michael Robinette and
Nina Robinette, H/W
215 Jennings Rd.
Beaufort, SC 29906-8970

Warren S. Robinette, Jr. and
Diane F. Robinette, H/W
3051 West Wind Rd.
Fincastle, VA 24090-3120

Betty Zieman and
Michael Zieman, W/H
2562 Ridgecrest Ave.
Orange Park, FL 32065-6241

Shirley R. Manley, Single
P.O. Box 7734
Roanoke, VA 24109-0734

Phyllis Goodwin and
Evins Goodwin, W/H
P.O. Box 335
Bena, VA 23018-0335

Lana W. Low
P.O. Box 3417
Wise, VA 24293-3417

Pamela W. Bowman and
Joseph Bowman, W/H
P.O. Box 154
Norton, VA 24273-0154

Carmella D. Wiles
c/o Lana W. Low
P.O. Box 3417
Wise, VA 24293-3417

Donna W. Taylor and
William Taylor, W/H
P.O. Box 1135
Norton, VA 24273-1135

Monty L. Wiles and
Brenda Wiles, H/W
1299 Walker Road
Coleman Falls, VA 24536-2563

Betty Wiles, Widow
P.O. Box 1251
Norton, VA 24273-1251

EXHIBIT "B"
VH-531519
LOCATION EXCEPTION

Clayton R. Wiles and
Loretta Wiles, H/W
6371 D Laurel Grove Rd.
Norton, VA 24273-3649

Paula S. Gibson
P.O. Box 455
Norton, VA 24273-0455